

# EXHIBIT A

**UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

## IN RE AUTOMOTIVE PARTS ANTITRUST LITIGATION

Master File No. 2:12-md-02311  
Honorable Marianne O. Battani

IN RE AUTOMOTIVE STEEL TUBES

2:16-cv-04003

THIS DOCUMENT RELATES TO:  
END-PAYOR ACTION

## STIPULATION

WHEREAS, on May 24, 2017, End-Payor Plaintiffs (“EPPs”) filed a second consolidated amended class action complaint (“EPP Second Amended Compl.”) (ECF No. 20) in the above-captioned action (“Action”) against multiple defendants, including Sanoh Industrial Co., Ltd. (“Sanoh Japan”) and Sanoh America, Inc. (“Sanoh America”) (together, “Sanoh Defendants”), alleging violations of Section 1 of the Sherman Act as well as various state antitrust, consumer protection, and unjust enrichment laws in connection with the sale of Automotive Steel Tubes (as defined in ¶ 2 of the EPP Second Amended Complaint);

WHEREAS, on May 31, 2017, EPPs served the EPP Second Amended Complaint and summons on Sanoh America (ECF No. 25);

WHEREAS, the parties wish to set a date for Sanoh Defendants to answer, move, or otherwise respond to the EPP Second Amended Complaint. The parties also wish to resolve issues that would be addressed by Sanoh Defendants' motion(s) to dismiss, including certain state law claims, consistent with the Court's prior rulings in cases within the *In re Automotive Parts Antitrust Litigation* ("Auto Parts") without burdening the Court with further motion

practice but also to preserve EPPs' rights to appeal the dismissal thereof and Sanoh Defendants' rights to appeal the Court's denial of any previous grounds for dismissal;

NOW, THEREFORE, so as to preserve both party and judicial resources, EPPs and Sanoh Defendants, by and through their undersigned counsel, hereby stipulate and agree to the following with respect to the Action:

1. Counsel for Sanoh Japan accepts service of the EPP Second Amended Complaint, filed on May 24, 2017, on behalf of Sanoh Japan in satisfaction of the requirements of Fed. R. Civ. P. 4.

2. EPPs' unjust enrichment claim under the laws of California (EPP Second Amended Compl. ¶¶ 247, 260-65) is hereby dismissed.

3. EPPs' claim under the consumer protection law of South Carolina (EPP Second Amended Compl. ¶ 258) is hereby barred to the extent EPPs seek to bring those claims as class claims in light of the class action bar in that law.

4. EPPs' New Hampshire claim under the antitrust laws of New Hampshire (EPP Second Amended Compl. ¶¶ 229, 260-65) is hereby limited to the period after January 1, 2008, and EPPs' Utah claim under the antitrust laws of Utah (EPP Second Amended Compl. ¶¶ 237, 260-65) is hereby limited to the period after May 1, 2006.

5. EPPs' unjust enrichment claim under the laws of Florida (EPP Second Amended Compl. ¶¶ 249, 260-65) is hereby dismissed.

6. The dismissals and bars in Paragraphs 2-5 are without prejudice.

7. Sanoh Defendants adopt and preserve for appeal all arguments on state-specific grounds raised by any defendant in *Auto Parts*.

8. Sanoh Japan and Sanoh America may each file a motion to dismiss, not to exceed 25 pages in length for each motion. Sanoh Defendants shall not include legal arguments in the motion(s) to dismiss addressing the state-specific grounds for dismissal, unless EPPs assert new state law claims, EPPs reassert the claims listed in Paragraphs 2-5 above, or Sanoh Defendants present new authority not previously considered by the Court in *Auto Parts*.

9. Sanoh Defendants shall, as permitted by Fed. R. Civ. P. 12, answer, move, or otherwise respond to the EPP Second Amended Complaint by March 31, 2018.

10. If Sanoh Japan does not file a motion to dismiss, Sanoh Japan will answer the EPP Second Amended Complaint by March 31, 2018. If Sanoh America does not file such a motion to dismiss, Sanoh America will answer the EPP Second Amended Complaint by March 31, 2018.

11. In the event Sanoh Japan files a motion to dismiss, then EPPs may file a responsive brief, not to exceed 25 pages in length, in opposition to Sanoh Japan's motion to dismiss by April 30, 2018. Sanoh Japan may file a reply brief, not to exceed 10 pages in length, by May 14, 2018.

12. In the event Sanoh America files a motion to dismiss, then EPPs may file a responsive brief, not to exceed 25 pages in length, in opposition to Sanoh America's motion to dismiss by April 30, 2018. Sanoh America may file a reply brief, not to exceed 10 pages in length, by May 14, 2018.

13. If EPPs or Sanoh Defendants request oral argument on the motion(s) to dismiss, neither EPPs nor Sanoh Defendants shall object to the Court hearing the motion(s) to dismiss at the June 6, 2018 status conference.

14. Except as set forth herein, this Stipulation shall not constitute a waiver of: (a) any jurisdictional defenses that may be available under Rule 12 of the Federal Rules of Civil Procedure, statutory law, or common law (including but not limited to personal jurisdiction defenses); (b) any affirmative defenses that may be available under Rule 8 of the Federal Rules of Civil Procedure, statutory law, or common law; or (c) any other statutory or common law defenses that may be available to Sanoh Defendants. Sanoh Defendants expressly reserve their respective rights to raise any such defenses (or any other defenses) in response to (a) the EPP Second Amended Complaint or any amended and/or consolidated complaint that may be filed on behalf of any of the EPPs, and/or (b) any complaint that may be filed in any related action. Sanoh Defendants waive any defenses related to insufficient service of process and/or insufficient process.

15. Sanoh Japan has no obligation to answer the EPP Second Amended Complaint before the Court rules on any motion to dismiss. If Sanoh Japan is not dismissed from the action, it shall answer the EPP Second Amended Complaint within forty-five (45) days of the Court's ruling on Sanoh Japan's motion to dismiss the EPP Second Amended Complaint.

16. Sanoh America has no obligation to answer the EPP Second Amended Complaint before the Court rules on any motion to dismiss. If Sanoh America is not dismissed from the action, it shall answer the EPP Second Amended Complaint within forty-five (45) days of the Court's ruling on Sanoh America's motion to dismiss the EPP Second Amended Complaint.

17. EPPs, Sanoh Japan, and Sanoh America retain all rights of appeal, including those specifically preserved above, and this Stipulation shall not be deemed a waiver of any rights of appeal.

18. Nothing in this Stipulation shall preclude EPPs or the Sanoh Defendants from seeking to amend the filing deadlines or page limitations set forth herein.

**IT IS SO ORDERED.**

Dated:

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MARIANNE O. BATTANI  
United States District Judge

**STIPULATED TO AND APPROVED BY:**

February 9, 2018

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February 9, 2018

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